

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

Adv. Pro. No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

**STIPULATION AND ORDER BETWEEN THE TRUSTEE
AND BANK OF NEW YORK MELLON CORPORATION**

WHEREAS, Irving H. Picard (“Trustee”) is the Trustee for the liquidation of the business of Bernard L. Madoff Investment Securities LLC (“BLMIS”), under the Securities Investor Protection Act, 15 U.S.C. §§ 78aaa, *et seq.* (“SIPA”), and the substantively consolidated estate of Bernard L. Madoff (“Madoff”, and together with BLMIS, the “Debtors”); and

WHEREAS, Trustee desires to use copies of the monthly bank statements, canceled checks, and other account records relating to the following two bank accounts at the Bank of New York Mellon (“BNY Mellon”) for the period January 2002 through December 2008 (the “BNY Mellon Account Documents”):

Account Holder	Account Number
Bernard L. Madoff	XXXX51050
Bernard L. Madoff and Ruth Madoff	XXXX202690

WHEREAS, BNY Mellon takes no position for or against entry of an order by the Court as set forth below.

IT IS HEREBY AGREED AND STIPULATED, as follows:

1. In the event this stipulation is entered as an Order of the Bankruptcy Court, BNY Mellon shall promptly produce the BNY Mellon Account Documents to the Trustee.

2. In the event this stipulation is entered as an Order of the Bankruptcy Court, the BNY Mellon Account Documents shall not be considered confidential for any purposes and, accordingly, the Trustee shall be permitted to use, including disclosing to third parties or in court filings, the BNY Mellon Account Documents and any information contained therein.

3. All parties otherwise reserve all of their rights as to any materials that are not subject to this stipulation.

Dated: New York, New York
February 15, 2011

CLEARY GOTTlieb STEEN &
HAMILTON LLP

WINDELS MARX LANE &
MITTENDORF, LLP

By: /s/ Jeffrey A. Rosenthal
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A Member of the Firm

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Special Counsel to the Trustee

SO ORDERED:

Dated: March 10, 2011
New York, New York

By: /s/Burton R. Lifland
HONORABLE BURTON R. LIFLAND
UNITED STATES BANKRUPTCY JUDGE